

JUVENOR HEALTHCARE LIMITED

CODE OF CONDUCT FOR DIRECTORS & SENIOR MANAGEMENT PERSONNEL

I. PURPOSE:

The purpose of this Code is to serve as a guide to the Directors and Senior Management Personnel of JUVENOR HEALTHCARE LIMITED on the principles of integrity, transparency, business ethics and to set up standards for compliance of Corporate Governance.

II. GUIDELINES:

The Directors and Senior Management Executives of JUVENOR HEALTHCARE LIMITED shall:

- Act within the authority conferred upon or delegated to them.
- Exercise independent judgement on issues of strategy, performance and policy matters.
- Apply themselves diligently and objectively in discharging their responsibilities.
- Dedicate sufficient time and attention to the Company's business to ensure diligent performance of their duties.
- Endeavour to attend all the meetings of the Board and its Committees of which they are members or invitees.
- Actively participate in the discussion and decision making at the meetings.

III. APPLICABILITY:

This code of conduct is applicable to all the directors and senior management of JUVENOR HEALTHCARE LIMITED. Senior Management means all Executives as specified by the Board from time to time.

IV. HONESTY & INTEGRITY:

All the Directors and Senior Management Personnel of the Company shall conduct their activities on behalf of the Company and on their own behalf, with honesty, integrity and fairness. The Directors and Senior Management Personnel of the Company will act in the best interests of the Company and fulfil the fiduciary obligations.

V. CONFLICT OF INTEREST:

If an individual's personal interest interferes with the interests of the Company, a 'conflict of interest' arises. In such a situation the Directors/ Senior Management must promptly disclose the details to the Board of Directors.

VI. COMPANY PROPERTY:

The Directors and Senior Management of JUVENOR HEALTHCARE LIMITED should protect the Company's assets and ensure their efficient use. All company assets should be used only for legitimate business purposes.

VII. CONFIDENTIALITY:

- Any information concerning the Company's business, its customers, suppliers, etc. shall be considered as confidential.
- No Directors or Senior Management Executive shall provide any information concerning the Company or its business or its customers, suppliers etc., either to any person.
- Directors must ensure that the information is not used by them for the benefit of any of the Company's competitors or other parties who, if in possession of the said information, may use it in a manner inconsistent with the Company's interests.
- The obligation of confidentiality shall continue even after such person ceases to be Director or Senior Management Executive of the Company.

VIII. FAIR DEALING:

The Directors and Senior Management Personnel should endeavor to deal fairly and not seek to take unfair advantage of the Company.

IX. COMPLIANCE WITH LAWS AND REGULATIONS:

The Directors and Senior Management Personnel should comply with all the applicable laws, rules and regulations for the time being in force.

X. NON-COMPLIANCE:

Suspected violations of this Code may be reported to the Chairman of the Board or the Chairman of the Audit Committee. All reported violations shall be appropriately investigated.

XI. ANNUAL AFFIRMATION

The Directors and Senior Management shall affirm compliance with the Code as on 31st March of each year.

EMPLOYEES CODE OF CONDUCT

PURPOSE

Our **Employee Code of Conduct** outlines our expectations regarding employees' behavior towards their colleagues, supervisors and overall organization.

We promote freedom of expression and open communication. But we expect all employees to follow our code of conduct. They should avoid offending, participating in serious disputes and disrupting our workplace. We also expect them to foster a well-organized, respectful and collaborative environment.

SCOPE

This policy applies to all our employees regardless of employment agreement or rank.

POLICY ELEMENTS

Company employees are bound by their contract to follow our Employee Code of Conduct while performing their duties. We outline the components of our Code of Conduct below:

EQUAL OPPORTUNITIES

JUVENOR HEALTHCARE LIMITED shall provide equal opportunities to all its employees without regard to their race, caste, religion, age, colour, nationality. Employees of JUVENOR HEALTHCARE LIMITED shall be treated with dignity.

HEALTH, SAFETY AND ENVIRONMENT

JUVENOR HEALTHCARE LIMITED shall strive to provide safe and healthy working environment and comply in conduct of its business affairs with all regulations regarding preservation of environment.

ETHICAL CONDUCT

Every employee of JUVENOR HEALTHCARE LIMITED deal on behalf of company with professionalism, honesty, integrity as well as high morale and ethical standards. Failure to adhere to code of conduct will be treated as misconduct and could attract most severe consequences.

CONFLICT OF INTEREST:

An employee of JUVENOR HEALTHCARE LIMITED shall not engage in any business relationship which might conflict with interest of company.

HONESTY AND INTEGRITY

The employees should act with honesty and integrity at all times by carrying out duties with proper care and attention, dealing fairly with others, including other employees, clients, suppliers, business partners, third parties.

CONFIDENTIALITY

Employees should maintain confidentiality of information of the Company, staff and all other parties which is obtained through the course of duties.

REPORTING CONCERN

Every employee of JUVENOR HEALTHCARE LIMITED shall promptly report to management any actual or possible violation of code or an event he becomes aware of that could affect reputation of JUVENOR HEALTHCARE LIMITED.

DISCIPLINARY ACTIONS

Our company may have to take disciplinary action against employees who repeatedly or intentionally fail to follow our code of conduct. Disciplinary actions will vary depending on the violation.

Possible consequences include:

- Demotion.
- Reprimand.
- Suspension or termination for more serious offenses.
- Detraction of benefits for a definite or indefinite time.

We may take legal action in cases of corruption, theft, embezzlement or other unlawful behavior.
